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10 Attorneys for Plaintiff  
11 XS HOLDING B.V., a Dutch Corporation

12 UNITED STATES DISTRICT COURT

13 NORTHERN DISTRICT OF CALIFORNIA

14 XS HOLDING B.V, derivatively on behalf  
15 of Xslent Technologies, LLC and XET  
16 Holding Co., LLC, and separately on its  
17 own behalf,

18 Plaintiff,

19 COOL EARTH SOLAR, INC., a Delaware  
20 corporation; ROB LAMKIN, an individual;  
21 LAWRENCE ASUNCION, an individual;  
22 SOLAR COMPONENTS LLC, a Delaware  
23 limited liability company; NATHAN  
24 SCHULHOF, an individual; M. JAMES  
25 BULLEN, an individual; MARTIN N.  
26 LETTUNICH, an individual; STEFAN  
27 MATAN, an individual; and XSLENT,  
28 LLC, a Nevada limited liability company  
and ATIRA TECHNOLOGIES, LLC, a  
Nevada limited liability company;

Defendants.

CASE NO. C08 02282 RMW (PVT)

**PLAINTIFF XS HOLDING B.V.'S CASE  
MANAGEMENT STATEMENT**

Plaintiff XS Holding B.V. respectfully submits its Case Management Conference Statement and Proposed Order pursuant to the Court's May 5, 2008 Order and Local Civil Rule 16-9. The statement is made by Plaintiff alone because no defendant has appeared before this Court.

1           **Jurisdiction and Service**

2           Subject matter jurisdiction in this case is based on diversity. Plaintiffs do not anticipate  
3 any issues concerning personal jurisdiction or venue. All named defendants have been served with  
4 a First Amended Complaint and Summons. As detailed in the “Dismissals” section below, a  
5 number of defendants, after being served, were dismissed without prejudice. None of the  
6 remaining defendants have appeared.

7           **Facts**

8           This case centers on two limited liability companies formed in April of 2007 named Xslent  
9 Technologies, LLC (“XT”) and XET Holding Co., LLC (“XET”). The members of the two  
10 companies had a falling out in July and August of 2007 over the actions by Martin Lettunich and  
11 Stefan Matan, acting on behalf of Xslent, LLC (“Xslent”) and Atira Technologies, LLC (“Atira”)  
12 (Lettunich, Matan, Xslent, and Atira collectively (“Derivative Defendants”) . In April or May  
13 2008, some or all of the Derivative Defendants entered into one or more transactions with  
14 defendants Cool Earth Solar, Inc., Solar Components, LLC, Rob Lamkin, Lawrence Asuncion,  
15 Nathan Schulhof, and M. James Bullen (collectively, “Direct Defendants”), whereby it was agreed  
16 that the Direct Defendants could purchase, receive, or benefit from assets of XT and XET at  
17 prices significantly below their worth.

18           **Legal Issues**

19           Plaintiff contends that the actions by the Derivative Defendants injured XT and XET and  
20 were breaches of their fiduciary duties to the companies. Plaintiff asserted those claims  
21 derivatively on behalf of XT and XET.

22           Plaintiff further contends that the transactions by the Direct Defendants with XT and XET  
23 constituted actionable torts, directly recoverable by Plaintiff.

24           **Dismissals**

25           The Direct Defendants have all been served but none have filed a responsive pleading. The  
26 Derivative Defendants have been voluntarily dismissed without prejudice in order to bring the  
27 derivative claims in a related State court action discussed below. Plaintiff may bring some or all  
28 of the Derivative Defendants back into this case at a later point.

1           **Motions**

2           The Derivative Defendants previously filed a motion to dismiss which was denied as moot.  
3           No motions are pending and Plaintiff does not anticipate any motions at present.

4           **Amendment of Pleadings**

5           Except for the possibility of bringing in previously dismissed defendants, no amendments  
6           are contemplated at the moment. Additional defendants and facts may be included in the future.  
7           Since no defendants are currently present before the Court, a deadline for amendments is  
8           premature.

9           **Evidence Preservation**

10          Plaintiff has retained all evidence relevant to the case.

11          **Disclosures**

12          No disclosures can be made because no defendants have appeared. Additionally, pursuant  
13          to Magistrate Judge Trumbull's order, discovery and disclosures are stayed until September 2,  
14          2008.

15          **Discovery**

16          Plaintiff has not been able to confer on a proposed discovery plan because none of the  
17          remaining defendants have made an appearance. No limitations or modifications of the discovery  
18          rules are required. The scope of discovery will include depositions of the principal individuals  
19          involved, written discovery, and document requests.

20          **Related Cases**

21          A case involving similar facts is currently pending in Santa Clara Superior Court,  
22          captioned *XET Holding Co., LLC, et. al. v. XS Holding B.V., et. al.*, Case No. 107CV092388  
23          consolidated with 108CV106601. A notice of pendency has been filed in this action.

24          **Relief**

25          The Complaint seeks general damages, special damages, consequential damages,  
26          restitution and disgorgement of profits, including, but not limited to lost opportunity and lost  
27          profit damages, and equitable relief.  
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**CASE MANAGEMENT ORDER**

Having read the Case Management Statement submitted by Plaintiff XS Holding B.V. and in consideration that none of the remaining defendants have appeared in this case, the Court ORDERS that:

The Case Management Conference scheduled for August 8, 2008 is continued to September 9, 2008 in order to allow defendants additional time to respond to the complaint; A Case Management Statement shall be filed on or before September \_\_\_\_, 2008.

DATED: \_\_\_\_\_ UNITED STATES DISTRICT JUDGE